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8 Attorneys for Creditor Credit Suisse, Cayman Islands Branch

9 UNITED STATES BANKRUPTCY COURT

10 DISTRICT OF NEVADA

11 In re:

12 THE RHODES COMPANIES, LLC, aka
 13 "Rhodes Homes," et al.,

14 Debtors.

15 Case No. BK-S-09-14814-LBR
 (Jointly Administered)
 Chapter 11

16 DECLARATION OF JAMES B.
 17 MacROBBIE, ESQ., IN SUPPORT OF EX
 PARTE MOTION FOR ORDER
 18 SHORTENING TIME RE:
 MOTION TO APPROVE STIPULATION
 19 RESOLVING REORGANIZED DEBTORS'
 OBJECTION TO CREDIT SUISSE'S
 MOTION TO COMPEL
 REIMBURSEMENT OF FEES AND
 EXPENSES PURSUANT TO
 CONFIRMATION ORDER AND CASH
 COLLATERAL ORDER

20 Affects:

21 All Debtors
 22 The following Debtor(s)

Date: OST Requested

Time: OST Requested

Judge: Honorable Linda B. Riegle

23 I, JAMES B. MacROBBIE, ESQ., declare that:

24 1. I am an attorney duly licensed to practice before the above-entitled court and am of
 25 counsel to the law firm of Sylvester & Polednak, Ltd., counsel of record for CREDIT SUISSE AG,
 26 CAYMAN ISLANDS BRANCH¹ in the above-entitled Chapter 7 case and related proceedings. I

27
 28 ¹ This entity was formerly known as "Credit Suisse, Cayman Islands Branch," as agent under the first lien Credit
 Agreement Dated as of November 21, 2005, among Heritage Land Company, LLC, The Rhodes Companies, LLC, and
 Rhodes Ranch General Partnership, as the Borrowers, the Lenders Listed [Th]erein, as the Lenders, and Credit Suisse,
 Cayman Islands Branch, as Administrative Agent, Collateral Agent, Syndication Agent, Sole Bookrunner and Sole Lead
 Arranger (as amended, restated, amended and restated, supplemented, or otherwise modified from time to time, the "First
 Lien Credit Agreement," and the lenders thereunder, the "First Lien Lenders").

1 am one of the attorneys that was responsible for handling this matter and, as such, I have personal
 2 knowledge of the facts set forth herein and, if called as a witness, I could and would testify
 3 competently to those facts.

4 2. I give this declaration in support of Credit Suisse's Ex Parte Motion for an Order
 5 Shortening Time (the "OST Motion") with respect to Credit Suisse's Motion to Approve (the
 6 "Approval Motion") its "Stipulation [Doc. No. 1210] (the "Stipulation") Resolving the
 7 REORGANIZED DEBTORS" (the "Reorganized Debtors")² Objection [Doc. No. 1164] (the
 8 "Objection") to Credit Suisse's Motion to Compel Reimbursement of Fees and Expenses" [Doc. No.
 9 1143] (the "Reimbursement Motion"). Defined or capitalized terms used in this declaration shall
 10 have the same meaning ascribed to them as in the Reimbursement Motion and/or Approval Motion.

11 3. Essentially, in filing this Approval Motion, Credit Suisse seeks to have this matter
 12 heard at the next regularly-scheduled omnibus motion hearing on August 24, 2010 at 1:30 p.m.,
 13 because the relevant parties have either expressly agreed to the terms of the stipulation or have not
 14 disagreed that this Approval Motion should be heard on shortened time.

15 4. Good cause exists to hear the Approval Motion on shortened time in that Reorganized
 16 Debtor's confirmed Plan itself provides the requisite authority for the payment contemplated by the
 17 Stipulation. Thus, the Reimbursement Motion could have been withdrawn and the applicable
 18 payment could have been made pursuant to the Plan without the need for a Court order approving
 19 the Stipulation. The Stipulation was filed in order to inform the Court how this matter had been
 20 resolved. At the Court's request, however, Credit Suisse has filed this Approval Motion. Putting
 21 aside the authority already provided under the Plan, the Court has both ample authority under

23 2 The "Debtors" in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778);
 24 The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC
 25 (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822);
 26 Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, a Nevada limited partnership (Case No. 09-14828); Six Feathers
 27 Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-
 28 14839); Rhodes Realty, Inc. (Case No. 09-14841); C&J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General
 Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC
 (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No.
 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853);
 Rhodes Ranch GolfCountry Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case
 No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-
 14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866); Rhodes Arizona Properties, LLC (Case No.
 09-14868); Rhodes Homes Arizona, LLC (Case No. 09-14882); Tuscany Golf Country Club (Case No. 09-14884); and
 Pinnacle Grading, LLC (Case No. 09-14887).

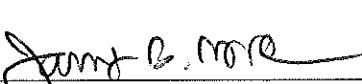
1 Bankruptcy Code §1142 and Fed. R. Bankr. P. 9109 and sufficient grounds for approval of the
2 Stipulation and the payment contemplated thereby.

3 5. As part of this OST Motion, my office contacted Phillip C. Dublin, Esq., counsel to
4 the Reorganized Debtors, and subsequently contacted Brett Axelrod, Esq., counsel for Sagebrush
5 Enterprises, Inc. and James Rhodes; J. Thomas Beckett, Esq., counsel for the Official Committee
6 of Unsecured Creditors; Shirley S. Cho, Esq. and Zachariah Larson, Esq., counsel to the Pre-Petition
7 Debtors; Mark R. Somerstein, Esq., counsel to Wells Fargo Bank as Administrative Agent for the
8 Second Lien Lenders; and, August B. Landis, Esq., counsel for the United States Trustee, by e-mail.
9 They, too, did not indicate any objection or otherwise did not respond to my request for their consent
10 to having this matter being heard on shortened time as set forth in the Attorney Information Sheet
11 filed and served herewith.

12 6. As a result of the foregoing, it is appropriate to hear Credit Suisse's Approval Motion
13 on shortened time.

14 I declare under penalty of perjury that the foregoing is true and correct.

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16 Executed in Las Vegas, Nevada, this 11th day of August, 2010.

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19 JAMES B. MacROBBIE, ESQ.
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